

EXHIBIT 5



[POOR QUALITY ORIGINAL(S)]

Department of Energy
Bonneville Power
Administration
P.O. Box 3621
Portland, OR 97208-3621

POWER BUSINESS LINE
Trader and Scheduling Phones

Date: February 06, 2001
To: Clark Public Utilities
1200 Ft Vancouver
Vancouver, WA 98668

Attn: James Sanders
Phone: 360-992-3452
Fax: 360-992-3140

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Real Time: 503-251-5224
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Branda Anderson	(503) 230-5610
Dan Le	(503) 230-3144
Young Linn	(503) 230-3183
Bill Lamb	(503) 230-3135
Mark Miller	(503) 230-4003
David Mills	(503) 230-7588
BPA Trading Floor Fax	(503) 230-7463
BPA Preschedule Fax	(503) 230-3039
BPA SW Preschedule	(503) 230-3915
BPA NW Preschedule	(503) 230-3813
BPA S. Idaho Presch.	(503) 230-4311
BPA Real Time	(503) 230-3341 or 230-4194

CONFIRMATION AGREEMENT

The following memorializes the terms of a transaction agreed to by Bonneville Power Administration (BPA) and Clark Public Utilities (CPU). Transactions hereunder are in accordance with reference contract or enabling agreement DE-MS79-81BP00489.

Transaction Date: 2/6/01

Traders: Mark Miller (BPA) and James Sanders (CPU)

BPA Contract: 01PB-24068

Seller of Energy:	BPA
Buyer of Energy:	Clark Public Utilities
Product:	Surplus firm power
Point of Delivery:	Alcon Substation
Alternate Point of Delivery:	Where the Federal generating system interconnects with BPA's transmission network. Customer will provide transmission from the Federal generating system. Energy taken to an alternate POD is take-or-pay and liquidated damages do not apply. Customer is responsible for payment of energy if transmission is curtailed to APOD.

Start of Term	End of Term	Demand Limit	Hours	Amount (MWH/hr)	Total MWh	Price	Holiday Excluded	Revenue / Cost
8/1/01	8/31/01	140	ALL	140	104,160	\$325.00		
9/1/01	9/30/01	140	ALL	140	100,800	\$325.00		
Energy Transaction Total:						See Additional Provisions below		

Sent by: CLARK PUD ENERGY RESOURCES

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Additional Provisions

Transmission will be provided under Kaiser Aluminum & Chemical Corp. (KACS) Contract No. 98MS-96107. Payment for transmission will remain with KACS.

CPU shall pay to BPA \$64,080,603.00 on March 22, 2001, which represents net payment/NPV of full payment for all energy purchased under this agreement. This confirmation agreement shall be modified on or before March 15, 2001, if a change to the payment date is required.

Scheduling

All energy will be shown in Pacific Prevailing Time

- HLHs are defined as HE 0700 - HE 2200, Monday through Saturday (excludes Sundays and NERC holidays)
- LLHs are defined as HE 0100 - HE 0600, HE 2300 and HE 2400, Monday through Saturday and all day Sundays and NERC holidays.
- All or FLH is defined as HE 0100 - HE 2400.

Energy shall be prescheduled, with source and sink identified, by 1000, or as mutually agreed, on the day that both parties observe as a workday preceding the date of delivery. Schedules may only be changed due to uncontrollable forces as defined by the reference contract or by mutual agreement of both parties.


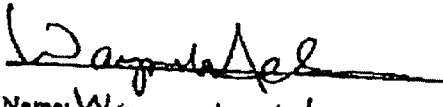
Billing

Billing and payment under this agreement shall be made consistent with and as a specific item in the Wholesale Power Bill.

Unless otherwise specified in this Agreement, all administrative and operational provisions required to perform this Agreement shall be those described in the reference contract, including provisions related to delivery, scheduling (if applicable), billing, payments, metering, access to facilities, dispute resolution, uncontrollable forces, continuity of services, and contract interpretation.

This confirmation agreement contains all of the terms and conditions of this transaction and expressly limits acceptance to the terms stated herein, and any additional or different terms proposed by Clark Public Utilities are rejected unless expressly agreed to in writing by BPA.

If the above accurately reflects your understanding of our agreement, please indicate your approval by signing a copy of this agreement and returning via fax to BPA.

AGREED AND ACCEPTED	
Bonneville Power Administration	Clark Public Utilities
	
David E. Mills	Name: <u>Wayne Hepler</u>
Manager, Trading Floor	Title: <u>General Manager / CEO</u>
Date: <u>2/8/01</u>	Date: <u>2-8-01</u>

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